

September 19, 2008

Honorable Robert D. Drain
United States Bankruptcy Judge
United States Bankruptcy Court for the Southern District of New York
One Bowling Green, Room 610
New York, New York 10004
Attn: Deliver directly to the chambers of Honorable Robert D. Drain

Dear Honorable Judge Drain,

As you approach the impending hearing on the Delphi proposal announced on September 12, 2008 to resolve pension funding issues, I would like to bring the following issue to your attention. As you may be aware the group of retired Delphi Executives, listed in **Amended Schedule F – Creditors Holding Unsecured Non-priority Claims**, have been active with Delphi and General Motors (GM) to insure equitable treatment concerning our Supplemental Executive Retirement Program (SERP) portion of our pension agreement with Delphi.

Following the delay of the original emergence plan in early 2008, the group initiated individual letters to General Motors (Mr. G. R. Wagoner, Jr., Chairman and CEO) and Delphi (Mr. Rodney O'Neal, CEO) to outline our concerns with the original treatment of the retired executives SERP claims (Attachment 1). We received responses from GM in the June - August 2008 timeframe stating "...sufficient assets were provided to Delphi for this benefit" (Attachment 2) on our behalf.

In the most recent pension settlement proposal of September 12, 2008, Exhibits 11, 13 and 15 raise serious concern, that while additional assets are being transferred for the SERP program, the current retirees will be excluded from equitable SERP treatment.

Our concern is that we would like to insure that fair treatment is given to the current retired executives through either (1) the continuation of our SERP payments or (2) through a fairly determined cash settlement. In either case, sufficient assets have been provided for SERP and therefore its continuance should not be subject to the risk of an indeterminate stock issuance (as cited in our individual letters to GM/Delphi as referenced in Attachment 1).

We would like to ensure your awareness concerning this issue and are requesting your careful consideration, that this matter be resolved fairly with respect to our concern in the final resolution of the larger issue.

Respectfully,



Larry F. Cracraft

Delphi Executive Retiree
510 Rudgate Lane
Kokomo, IN 46901-3816

e-mail: cracralj@comcast.net
Telephone: 765-457-7353

Attachment 1

510 Rudgate Lane
Kokomo, IN 46901-3816
May 21, 2008

Mr. Rodney O'Neal, President and CEO
Delphi Corporation
5725 Delphi Drive
Troy, Michigan, 48098

Dear Mr. O'Neal,

I am a Delphi executive retiree who is concerned about the way Delphi has handled our SERP retirement. I concur with Bruce E. Kirkham, General Director, Delphi and General Motors, Retired, who sent you and Rick Wagoner the attached letter: 150 Retired Executives of GM/Delphi Need Your Help

We need your help to obtain an equitable SERP settlement that is comparable to what we would have received had we retired as General Motors executive retirees. I prefer to continue receiving a monthly payment. If a lump sum distribution is the only option, I prefer it to be in cash and spread over several years to reduce the tax burden.

I was a proud GM engineer or engineering manager for 35.4 years and after six (6) months with Delphi, a retiree. I would like to continue my retirement knowing that GM and Delphi has indeed rewarded me and my wife for my years of dedicated service.

Respectfully,

Larry F. Cracraft

Attachment

cc Mr. Rick Wagoner, Chairman and CEO
General Motors Corporation
P. O. Box 33170
Detroit, Michigan 48232-5170

Attachment 2



Gregory E. Lau Executive Director

Global Compensation and Corporate Governance

General Motors Corporation 300 Renaissance Center Mail Code 482-C32-C66 Detroit,
MI 48265-3000 (313) 665-3021

Your letter to Mr. G. R. Wagoner, Jr. concerning your Delphi SERP benefit has been forwarded to me for response.

As part of the spin-off transaction, Delphi and the Delphi SERP plan assumed all the responsibilities and obligations of GM related to SERP liability for active executives transitioning to Delphi, including but not limited to the liability for service time that had been rendered at GM. At the same time, sufficient assets were provided to Delphi for this benefit.

As GM has no responsibility or liability for SERP benefits of Delphi executive retirees, we are unable to support your request.

A handwritten signature in black ink, appearing to read "Gregory E. Lau".

Gregory E. Lau